FT PARTNERS FINTECH INDUSTRY RESEARCH

August 16, 2019



London Stock Exchange Group Acquires Refinitiv for \$27 billion





The Only Investment Bank Focused Exclusively on FinTech

Overview of FT Partners

- Financial Technology Partners ("FT Partners") was founded in 2001 and is the only investment banking firm focused exclusively on FinTech
- FT Partners regularly publishes research highlighting the most important transactions, trends and insights impacting the global Financial Technology landscape. Our unique insight into FinTech is a direct result of executing hundreds of transactions in the sector combined with over 17 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities



FT Partners' FinTech Industry Research





Named Silicon Valley's #1 FinTech Banker (2016) and ranked #2 Overall by The Information



Ranked #1 Most Influential Person in all of FinTech in Institutional Investors FinTech Finance 40"



Numerous Awards for Transaction **Excellence including** "Deal of the Decade"

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London Stock Exchange Group REFINITIV

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Transaction Summary

Transaction Summary

- On August 1, 2019, London Stock Exchange Group (LSEG) announced that it has agreed to acquire Refinitiv in an all share transaction valuing Refinitiv at \$27 billion
 - The terms of the deal were agreed upon by LSEG and Refinitiv shareholders, which includes a Blackstone-led consortium, as well as Thomson Reuters
 - The investor consortium includes an affiliate of Canada Pension Plan Investment Board (CPPIB), an affiliate of GIC, and other co-investors
- The transaction will result in Refinitiv shareholders holding an approximate 37% stake in LSEG with less than 30% of the total voting rights
- The transaction will create a global financial markets infrastructure (FMI) leader with a data and analytics business, substantial capital markets capabilities across asset classes, and an expanded post-trade offering
 - It brings together LSEG's global information, post-trade, and capital markets services alongside Refinitiv's market data, analytics, and execution capabilities
- The combined business will be chaired by Don Robert, LSEG's Chairman, and led by David Schwimmer as CEO
 - David Craig will continue as Chief Executive Officer of Refinitiv and join LSEG's Executive Committee
- The transaction will bring 3 new members to the LSEG Board of Directors, including 2 from Blackstone and 1 from Thomson Reuters
- LSEG will continue to be headquartered in London, while retaining its Premium Listing on the Official List of the FCA
- The transaction is expected to close during the second half of 2020

Transaction Commentary

"With the acquisition of Refinitiv, we will transform our position as a leading global Financial Markets Infrastructure group. Refinitiv brings highly complementary capabilities in data and capital markets, as well as deep customer relationships across a truly global business. We share a commitment to open access and to partnering with our customers to deliver innovative solutions across the financial markets value chain. Our shareholders and customers will benefit from attractive top line growth prospects, substantial cost and revenue synergies, as well as ongoing efficiency initiatives, and this transaction will ensure we are well positioned for future growth in an evolving landscape."



David Schwimmer Chief Executive Officer

"LSEG's business is highly complementary with Refinitiv's leading global data platform, transaction and distribution network. Our aim is to capture the opportunity of data which we believe is driving unprecedented change in the global financial community. The combined business will allow us to better serve customers across all regions. Our two companies both have strong heritages, a shared approach to open access and partnership, and we are excited to work with the LSEG team to create a leading financial markets infrastructure group and to continue to invest in our business."



David Craig
Chief Executive Officer

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Strategic Rationale

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Overview				
Rationale	Highlights			
Creates a Global FMI Leader	 Operates globally across asset classes, with extensive data management capabilities Meets sophisticated customer demands in changing operating environment 			
Enhances Customer Proposition in Data & Analytics	 Creates combination of valuable datasets with extensive distribution and IP capabilities, boosting revenue opportunities 			
Creates a Multi-Asset Capital Markets Business	Diversifies LSEG's solutions with the addition of foreign exchange and fixed income venues			
Deepens Core Commitments	Expands shared common principles of customer partnership and open access			
Positions LSEG for Future Growth	Focus on tech-enabled innovation in data and multi-asset investment and trading strategies			

Combined Business



- Leading financial markets infrastructure business with worldclass client base
- ✓ Global OTC clearing with over \$1,000 trillion of notional cleared in 2018
- ✓ FTSE Russell has \$15 trillion AUM and \$705 billion ETF AUM
- ✓ Significant European equities trading business

Global Scale and Geographic Diversification

Superior Data Content, Management and Distribution

Multi-Asset Class Capital Markets Services



- Leading provider of data, analytics and financial markets solutions
- Open platform promoting partner community, solutions and efficiency
- ✓ 150,000 data sources with massive partner and developer community
- ✓ High quality subscription-based revenue base

Financial Overview



Transaction Multiples

Equity	Enterprise	EV / 2018		2018 EV / 2018 Adj.
Value	Value	Revenue		EBITDA w/ Cost Synergies
\$14.5 bn	\$27 bn ⁽¹⁾	4.7x	13.4x	11.9x ⁽²⁾

Financial Highlights



High Quality Revenue Mix & Growth

- Combined business will increase recurring subscriptionbased revenue from ~40% to ~70%
- Expected revenue CAGR of 5-7% over first three years post-completion



Significant Synergies

- Annual run rate cost synergies of over £350 mm to be achieved at end of year 5
- Annual run rate revenue synergies of over £225 mm to be achieved at end of year 5



Attractive Returns

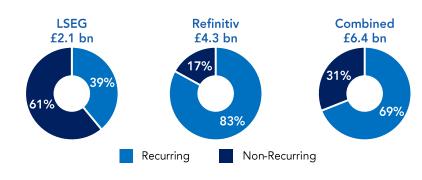
- Target adjusted EBITDA margin of ~50% mid-term post completion
- Over 30% adjusted EPS accretion expected in first year post completion



Improved Capital Management Framework

- Combined business will decrease leverage from 3.5x at completion to 1.0 - 2.0x in 24-30 months

2018 Revenue Breakdown





Creating a Global Financial Markets Infrastructure Leader

Listed FMI Business by Revenue	#1	Share of Clearing Notional Value	90+%
Global Index Provider by AuM	Top 3	FX Trading Venue by Volume	Top 3
Global Data Provider by Revenue	Top 2	European Equities Trading Business	#1

Source: Company press release, Company investor presentation

⁽¹⁾ Based on Refinitiv's net debt of \$12.5 bn and other adjustments as of June 2019

⁽²⁾ Includes run rate cost saves delivered as of Q2 2019 adjusted for cost saves achieved during 2018

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London Stock Exchange Group REFINITIV

Refinitiv Overview

Company Overview



CEO:	David Craig
Headquarters:	London, UK

Founded: 2018

- Refinitiv is one of the world's largest financial markets data, analytics, and infrastructure providers, serving over 40,000 institutions in over 190 countries
- The Company was previously Thomson Reuters' Financial & Risk Business
 - In January 2018, Thomson Reuters announced a strategic partnership with a consortium led by Blackstone, to sell a 55% majority stake in the business
- The business was renamed Refinitiv after the transaction closed on October 1, 2018 – view detailed profile here
- The Company's data, insight, and analytics target the workflow of four key customer segments: trading, investment and advisory, wealth, and risk management
- Its data platform consists of 150,000 data sources, providing real-time pricing, reference data, private and public company information, commodity, economic, quantitative and research data

Key Highlights

Content Set

- 150,000 data sources
- 10,000 data partners

Data Management & Aggregation

- 24,000 developers
- Open and efficient platform

Global Distribution

- 400k end users
- 190+ countries

Selected Products & Services Overview

Data Platform

Feeds and data management solutions provide real-time trading data and workflow, including cross-asset class execution management systems and order management systems



Trading Venues

Trading platforms enable clients to transact electronically in both FX trading markets and fixed income, with average trading volumes of over \$400 billion in FX and over \$500 billion in fixed income



Risk

Screening and related financial crime risk management products contain over three million records, serving the compliance and regulatory needs of clients



Data Products

- Datastream
- Eikon
- WM/Reuters FX Benchmark
- I/B/E/S
- Lipper
- FXT

Venues Products

- Fxall
- FX Matching
- BETA
- REDI



Risk Products

- World-Check
- EDD
- Connected Risk

Stock Exchange Group REFINITIV

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London Stock Exchange Group Overview

Company Overview



CEO:	David Schwimmer
Headquarters:	London, UK
Founded:	1698

Financial Metrics

Ticker: LSE.LSE

Market Cap: £23.5 bn (1)

2018 Revenue: £2.1 bn

2018 Adj. EBITDA: £1.1 bn

- London Stock Exchange Group (LSEG) is a global Financial Markets Infrastructure business
- LSEG operates on an open access basis in partnership with customers
- The Company has delivered 12% revenue CAGR between financial year-end March 31, 2014 and December 31, 2018
- LSEG employs 4,500 people, with significant operations in the UK, North America, Italy, France, and Sri Lanka

Stock Performance (1)



Markets, Products & Services

- LSEG's business focuses on Capital Markets, Information Services, as well as Post Trade and Risk Management services
 - In Capital Markets, LSEG operates international equity, ETF, bond and derivatives markets, including London Stock Exchange, Borsa Italiana, MTS, and Turquoise
 - In Information Services, the Company is known for its financial indexing and analytics services, FTSE Russell, with approximately \$15 trillion benchmarked; it also provides other data services, research, and analytics products
 - In Post Trade and Risk Management Services, LSEG holds significant stakes in clearing and settlement intermediaries such as LCH, CC&G, and Monte Titoli

Selected Investments & Acquisitions

Date	Target	Amount (\$mm)
08/01/19	Refinitiv (M&A)	\$27,000
06/03/19	Beyond Ratings (M&A)	na
02/27/19	Nivaura (Financing)	20
01/30/19	Euroclear (Financing)	318
10/19/18	LCH (Financing)	506
06/27/18	AcadiaSoft (Financing)	21
02/06/18	CurveGlobal (Financing)	28
09/13/17	LCH (Financing)	na

Selected FT Partners Research - Click to View



AlphaSense's \$50 million Series B Financing



Moneyfarm's £40 million Series B Financing



Backstop's \$20 million Financing



Nutmeg's £45 million in Series E Financing



AssetMark Completes its IPO Raising \$316 million



Goldman Sachs Acquires
United Capital for \$750 million



Robinhood Raises \$323 million in Series E Financing Led by DST Global



Symphony Raises \$165 million in Financing

VIEW MORE FT PARTNERS RESEARCH

Selected FT Partners Capital Markets / WealthTech Transactions

M&A Transactions













\$50,000,000

Financing Transactions



Financial Technology Partners LP

FTP Securities LLC

is pleased to announce its role as exclusive



































FT Partners has advised on some of the most prominent and groundbreaking transactions in the Securities / Capital Markets / Wealth Technology sectors

FT Partners Advises AlphaSense on its \$50 million Series B Financing

Overview of Transaction

- On July 17, 2019, AlphaSense announced it has raised \$50 million in a Series B financing round led by Innovation Endeavors
 - Innovation Endeavors, a Silicon Valley-based investment firm founded in 2010 and backed by former Google CEO Eric Schmidt, is a new investor in AlphaSense
 - Existing investors, including Soros Fund Management and others, also participated in the round
- Headquartered in New York, NY, AlphaSense is an artificial intelligence-based market intelligence search engine operating in the United States and Europe
 - AlphaSense leverages deep-learning Al and natural language processing to search and monitor thousands of previously fragmented data sources, enabling better, quicker and more confident decision making
 - AlphaSense serves more than 1,000 institutional clients in both the financial and corporate sectors including the largest corporations, investment firms, and banks in the world

Significance of Transaction

- AlphaSense will use the new capital to continue to further develop its groundbreaking Al and natural language processing technology, accelerate product development, and drive global expansion of the platform
- The transaction demonstrates Innovation Endeavors' confidence in the potential of AlphaSense to transform the market intelligence landscape through groundbreaking AI and search technology

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to AlphaSense
- FT Partners previously advised AlphaSense on its \$33 million growth financing round in 2016
- This transaction underscores FT Partners' strong domain expertise and successful track record in the Information Technology / Capital Markets space

Financial Technology Partners LP

is pleased to announce its role as exclusive strategic and financial advisor to



on its Series B Financing from





for total consideration of

\$50,000,000



FT Partners Advises Moneyfarm on its Series B Financing

Overview of Transaction

- On May 29, 2018, Moneyfarm announced it has raised £40 million in a Series B financing round led by Allianz Asset Management, the investment arm of global insurer Allianz
 - Venture Capital firm Endeavor Catalyst and Italian finance firm Fondazione di Sardegna joined the round as new investors, with further funding from existing backers United Ventures and Cabot Square Capital
 - Allianz first invested in Moneyfarm in September 2016
- Headquartered in London, U.K., Moneyfarm is a digital wealth manager operating in both Italy and the U.K.
 - Moneyfarm provides bespoke automated advice and discretionary portfolio management with exposure to multiple asset classes, through its diversified ETF-based portfolios
 - Moneyfarm serves more than 27,000 active investors, manages approximately £400 mm in Assets Under Management, and is led by its co-founders, Paolo Galvani and Giovanni Dapra

Significance of Transaction

- Moneyfarm's Series B financing is the largest funding round by a European digital wealth manager to date, and will enable the Company to drive the next evolution in digital advice
- The Company plans to bolster its product and investment advice offering by exploring the integration of goal-based investments and additional layers of personalization

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Moneyfarm
- This transaction underscores FT Partners' strong domain expertise and successful track record in the WealthTech space

Financial Technology Partners LP

is pleased to announce its exclusive role as sole strategic and financial advisor to



in its Series B Financing from







for approximately

£40,000,000



FT Partners Advises Addepar on its Series D Financing

Overview of Transaction

- On June 8, 2017, Addepar announced it has raised \$140 million in Series D financing co-led by Harald McPike, the founder of QuantRes, along with Valor Equity Partners and 8VC
- Headquartered in Mountain View, CA, Addepar is a leading provider of portfolio management and reporting software and services that seeks to become the infrastructure that will connect all aspects of global finance
- Harald McPike is the founder of QuantRes, a quantitative trading firm, and a global private investor with a focus on the financial and technology sectors
- Valor Equity Partners is an operational growth investment firm that does both minority and majority investments in high growth companies at various stages of development
- 8VC is a venture capital firm that makes seed to later stage investments with a focus on the technology industry

Significance of Transaction

- The financing capitalizes on Addepar's unprecedented growth from \$300 billion to over \$650 billion assets on platform in less than 18 months as top wealth managers embraced Addepar's category-defining client reporting software
- With the new capital, Addepar will continue investing significantly in R&D, expanding its product, platform and tech-enabled services to unlock more value for its clients while also serving a wider range of wealth and asset management firms

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Addepar
- Transaction demonstrates FT Partners' continued leadership position as the "advisor of choice" to the highest quality FinTech companies as well as its deep domain expertise and experience in the WealthTech space

FTP Securities LLC

is pleased to announce its role as exclusive strategic and financial advisor to



in its Series D financing co-led by



Harald McPike

for total consideration of

\$ 140,000,000



FT Partners Advises TCA on its Sale to E*TRADE

Overview of Transaction

- On October 19, 2017, Trust Company of America ("TCA") announced its sale to E*TRADE Financial Corporation ("E*TRADE") (Nasdaq: ETFC) for \$275 million in cash
- Headquartered in Denver, CO, TCA is a leading provider of technology solutions and custody services to independent RIAs, helping them scale operations, more effectively manage client relationships and focus on growing their practice
- E*TRADE is a leading financial services company and a pioneer in the online brokerage industry, offering easy-to-use solutions for individual investors and stock plan participants
- The transaction is expected to close in the second quarter of 2018

Significance of Transaction

- The acquisition will allow E*TRADE to tap into the growing RIA segment in the industry and bolster its ability to attract and retain customers in need of higher-touch services
- Leverages E*TRADE's brand to accelerate growth at TCA
- Creates additional upside opportunities over time through cross-selling of margin lending, securities-based lending, options, etc.

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to TCA and its Board of Directors
- This transaction underscores FT Partners' successful track record generating highly favorable outcomes for leading WealthTech companies

Financial Technology Partners LP

is pleased to announce its exclusive role as sole strategic and financial advisor to



in its sale to



for a total consideration of

\$ 275,000,000



FT Partners Advises BlackRock on its Acquisition of FutureAdvisor

Overview of Transaction

- On August 26, 2015, BlackRock (NYSE: BLK) announced a definitive agreement to acquire 100% of FutureAdvisor
- FutureAdvisor is a leading digital wealth management platform with technology-enabled investment advice capabilities
- BlackRock offers investment management, risk management and advisory services to institutional and retail clients worldwide and has over \$4.7tn in assets under management
- Following the transaction, FutureAdvisor will operate as a business within BlackRock Solutions ("BRS"), BlackRock's investment and risk management platform
- The transaction is expected to close in Q4 2015

Significance of Transaction

- Combines FutureAdvisor's tech-enabled advice capabilities with BRS' investment and risk management solutions
- Enables BlackRock to provide a B2B digital advice platform, which helps financial institution partners both improve their clients' investment experiences and grow advisory assets
- Empowers partners to meet the growing demand among consumers to engage with technology to gain insights on their investment portfolios
 - Demand is particularly strong among the mass-affluent, who account for \sim 30% of investable assets in the U.S.

FT Partners' Role

- FT Partners served as exclusive advisor to BlackRock
- Highlights FT Partners' continued success advising a broad range of toptier strategic investors across the financial technology landscape

Financial Technology Partners LP

is pleased to announce its exclusive role as advisor to

BlackRock

in its 100% acquisition of





FT Partners Advises ATD on its Sale

Overview of Transaction

- Automated Trading Desk, Inc. ("ATD") announced its sale to Citi for total consideration of approximately \$680 million in cash and stock
- ATD is a trading-technology company that pioneered the development and creation of systems and software for automated limit-order trading
- Citi is a leading global financial services company that provides consumers, corporations, governments and institutions with a broad range of financial products and services

Significance of Transaction

- The acquisition allowed Citi to gain traction in the fast growing automated trading market, including equities and options
 - Citi leveraged ATD's strong technological expertise to ensure best execution prices and realize significant time and cost savings
- Citi was able to expand its market-making capabilities in listed equity and options
 - ATD offers automated execution solutions in all domestic equity markets, including the listed, over-the-counter, exchange-traded fund and bulletin board markets
- The acquisition allowed Citi to gain access to and strengthen its relationships with a broader client base

FT Partners' Role

 FT Partners served as exclusive strategic and financial advisor to ATD and its Board of Directors

FTP Securities LLC.

is pleased to announce its role as sole strategic and financial advisor to



in its sale to



for cash and stock consideration of approximately

\$ 680,000,000



FT Partners Advises Envestnet on its \$300 million IPO

Overview of Transaction

- Envestnet completed an initial public offering of 7,705,825 shares at \$9.00 per share and began trading on the NYSE under the symbol ENV
- The net proceeds of the offering were be used for general corporate purposes, including selective strategic investments, acquisitions, alliances or other transactions
- Envestnet provides a comprehensive platform of wealth management solutions for professional investment advisors, including a range of fee-based investment products, analytic tools, reporting utilities, and other practice management applications

Significance of Transaction

- Envestnet's IPO enhanced its ability to continue growing and better serve its financial advisor client base
- The offering represented one of several successful public offerings in the investment management and wealth management solutions space

FT Partners' Role

- FT Partners served as strategic, financial and IPO advisor to Envestnet and its Board of Directors
- FT Partners assisted in managing the entire IPO process, enabling management to focus on growing the business

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its exclusive role as Capital Markets & IPO Advisor to



in its

\$69,000,000
Initial Public Offering

valuing the equity at approximately

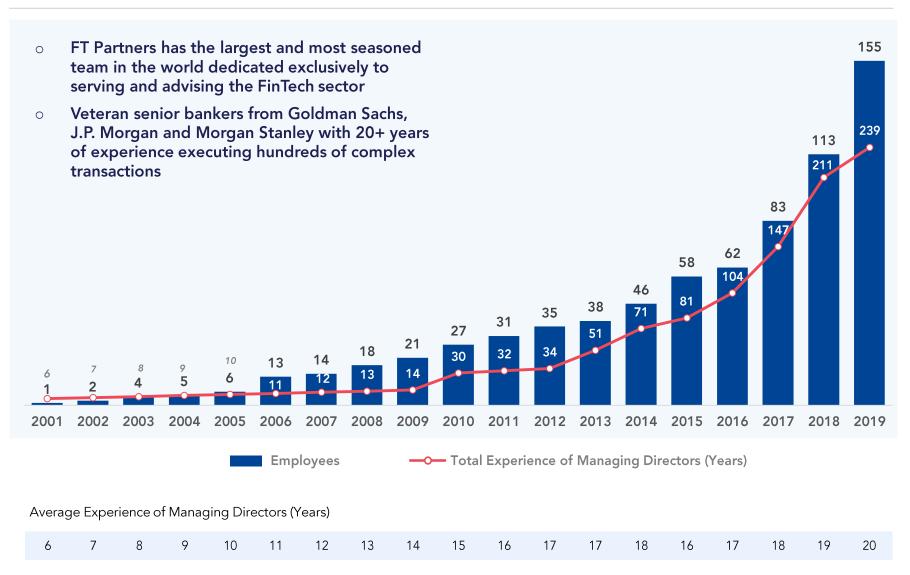
\$ 300,000,000



Award-Winning Investment Banking Franchise Focused on Superior Client Results

LendIt	2018	Top Investment Bank in FinTech			
	2018	Steve McLaughlin Ranked #1 for the Second Year in a Row on Institutional Investor's FinTech 40 List			
Institutional Investor	2017	Ranked #1 on Institutional Investor's FinTech 40 List			
Institutional Investor Annual Ranking	2015 & 2016	Ranked Top 5 on Institutional Investor's FinTech 35 List			
Amuai Kanking	2006 – 2008	Consecutively Ranked (2006, 2007 and 2008) among the Top Bankers on Institutional Investor's "Online Finance 40"			
The Information	2016	Ranked #2 Top Technology Investment Banker on The Information's "Silicon Valley's Most Popular Dealmakers"			
	2018	Corporate / Strategic Deal of the Year	2011	Boutique Investment Bank of the Year	
	2018	Cross Border Deal of the Year	2011	Deal of the Decade	
	2017	Investment Banker of the Year	2010	Upper Middle Market Deal of the Year, \$500 mm+	
2018	2016	Investment Banking Firm of the Year	2010	IT Services Deal of the Year, Below \$500 mm	
-2004 ANNUALAWARDS	2016	Cross Border Deal of the Year	2010	Cross-Border Deal of the Year, Below \$500 mm	
	2015	Dealmaker of the Year	2007	Dealmaker of the Year – Steve McLaughlin	
M&A Advisor Awards	2015	Technology Deal of the Year	2007	Business to Business Services Deal of the Year	
	2014	Equity Financing Deal of the Year	2007	Computer & Information Tech Deal of the Year, \$100 mm	
	2014	Professional Services Deal of the Year, \$100 mm+	2007	Financial Services Deal of the Year, \$100 mm+	
	2012	Dealmaker of the Year	2004	Investment Bank of the Year	
	2012	Professional Services Deal of the Year, \$100 mm+			

Platform of Choice for Clients and Bankers Alike



The FT Partners Senior Banker Team

Name / Position	Prior Background	Experience / Education	Years of Experience
Steve McLaughlin Founder, CEO and Managing Partner	Goldman Sachs	 Formerly with Goldman Sachs in New York and San Francisco from 1995-2002 Former Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) Wharton M.B.A. 	24
Mohit Agnihotri Managing Director	J.P.Morgan	 Formerly Managing Director and Global Head of Payments Investment Banking at J.P. Morgan Wharton M.B.A 	17
Kate Crespo Managing Director	RAYMOND JAMES®	 Formerly with Raymond James' Technology & Services investment banking 12+ years of FinTech transaction execution experience Dartmouth M.B.A. 	17
Larry Furlong Managing Director	Goldman Sachs	 Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004 Wharton M.B.A. 	23
Osman Khan Managing Director	pwc pwc	 Formerly Managing Director and Head of FIG M&A at Alvarez & Marsal 15+ years FIG deal, consulting and assurance experience at PwC 40 Under 40 M&A Advisor Award Winner in 2013 	22
Andrew McLaughlin Managing Director	Deloitte.	 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	13
Mike Nelson Managing Director	SUNTRUST	 Formerly head of FinTech M&A at SunTrust Robinson Humphrey Kellogg M.B.A. 	19
Timm Schipporeit Managing Director	Morgan Stanley Index Ventures	 Formerly with Morgan Stanley as Senior Executive Director of European Technology Investment Banking Team in London Formerly a Venture and Growth Investor focused on FinTech at Index Ventures 	16
Greg Smith Managing Director	Merrill Lynch J.P.Morgan	 Formerly award winning Equity Research Analyst at Merrill Lynch, J.P. Morgan and Hambrecht & Quist 20+ years of experience covering FinTech as both an Analyst and Investment Banker 	23
Tim Wolfe Managing Director	Goldman Sachs	 Formerly with Goldman Sachs from 2000-2002 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. 	17